

**Hearing Date: July 17, 2013 at 11:00 a.m. (Eastern Time)**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Chapter 11
EASTMAN KODAK COMPANY, <i>et al.</i> , <sup>2</sup>	)	Case No. 12-10202 (ALG)
Debtors.	)	(Jointly Administered)
	)	<b>Ref. Docket Nos. 1430 and 1431</b>

**NOTICE OF DEBTORS' INTENT TO PRESENT THIRD ORDER SUSTAINING,  
IN PART, DEBTORS' FIRST OMNIBUS OBJECTION TO CLAIMS  
ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9) AT THE OMNIBUS HEARING  
SCHEDULED FOR JULY 17, 2013 AT 11:00 A.M. (EASTERN TIME)**

**PLEASE TAKE NOTICE** that, in accordance with the Order Establishing  
Procedures for the Assertion, Resolution, Allowance and Satisfaction of Unpaid Claims Asserted  
Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 374] and the Order Authorizing the Filing of

<sup>1</sup> All parties in interest with inquiries regarding this Notice should direct such inquiries to Young Conaway Stargatt & Taylor, LLP.

<sup>2</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.

Omnibus Objections to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 1275], on June 20, 2012, Eastman Kodak Company, *et al.* (collectively, the “**Debtors**”), filed the Debtors’ First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 1430] (the “**Objection**”) and the related Notice of Presentment of Order Sustaining Debtors’ First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 1431] (the “**Notice of Presentment**”). Any replies to the Objection and the Notice of Presentment were required to be filed with the Court, and at the same time served on the undersigned counsel for the Debtors, on or before 4:00 p.m. (Eastern Time) on July 20, 2012 (the “**Reply Deadline**”).

**PLEASE TAKE FURTHER NOTICE** that on or before the Reply Deadline, among others, the following parties (each, a “**Respondent**”) filed a reply to the Objection (each, a “**Reply**”):

<u>Respondent</u>	<u>Disputed 503(b)(9) Claim #</u>	<u>Docket No.</u>
Public Service Company of Oklahoma, d/b/a American Electric Power (“ <b>AEP</b> ”)	880	Docket No. 1683
Beijing Meikey Co., Ltd.	1396	Docket No. 1713

**PLEASE TAKE FURTHER NOTICE** that the Debtors have resolved the Reply of AEP through the agreed-upon proposed form of order attached hereto as Exhibit A (the “**Proposed Order**”).<sup>3</sup> Counsel for AEP has consented to the Court’s entry of the Proposed Order. The remaining Reply (the “**Unresolved Reply**”) will be adjourned to the omnibus hearing in these chapter 11 cases scheduled for August 16, 2013 at 11:00 a.m. (Eastern Time), subject to further adjournment by the Debtors or consensual resolution.

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<sup>3</sup> Nothing in the Proposed Order is intended or shall be deemed to amend, modify or otherwise affect that (a) Order Sustaining, In Part, Debtors’ First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 1878] (the “**First Order**”) or (b) Second Order Regarding Debtors’ First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 2641] (together with the First Order, the “**Prior Orders**”), as the Prior Orders shall remain in full force and effect.

**PLEASE TAKE FURTHER NOTICE** that the Debtors intend to present the Proposed Order to the Honorable Allan L. Gropper, Bankruptcy Judge of the United States Bankruptcy Court for the Southern District of New York, at One Bowling Green, New York, New York 10004, for signature at the omnibus hearing in these chapter 11 cases scheduled for **July 17, 2013 at 11:00 a.m. (Eastern Time)** (the “**July Hearing**”). The Proposed Order does not seek any relief with respect to, and the July Hearing is not intended to be a hearing on, the Unresolved Reply.

Dated: July 10, 2013  
New York, New York

/s/ Pauline K. Morgan  
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- and -

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Counsel to the Debtors and Debtors in Possession

**EXHIBIT A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

EASTMAN KODAK COMPANY, *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11

)  
) Case No. 12-10202 (ALG)

)  
) (Jointly Administered)  
)  
)

**THIRD ORDER SUSTAINING, IN PART, DEBTORS' FIRST OMNIBUS  
OBJECTION TO CLAIMS ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9)**

Upon the Debtors' First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) (the "**Objection**")<sup>2</sup> filed by Eastman Kodak Company, on behalf of itself and its affiliated debtors and debtors in possession in these chapter 11 cases (collectively, the "**Debtors**"); and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these chapter 11 cases and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.

<sup>2</sup> All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

1. The Objection is SUSTAINED to the extent provided for herein.
2. Claim Number 880 of Public Service Company of Oklahoma, d/b/a American Electric Power is hereby allowed as an administrative claim pursuant to section 503(b)(9) of the Bankruptcy Code in the amount of \$10,889.72 and a general unsecured claim in the amount of \$10,889.72.
3. The Debtors and the Claims Agent are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
4. Nothing in this Order is intended or shall be deemed to amend, modify or otherwise affect that certain (a) Order Sustaining, In Part, Debtors' First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 1878] (the "**First Order**") or (b) Second Order Regarding Debtors' First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 2641] (together with the First Order, the "**Prior Orders**"), and the Prior Orders shall remain in full force and effect.
5. This Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

New York, New York  
Date: [•], 2013

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Allan L. Gropper  
United States Bankruptcy Judge